

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re	x	Chapter 11
	:	
	:	
LEHMAN BROTHERS HOLDINGS, INC. <i>et al.</i> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	x	

**ORDER GRANTING APPLICATION FOR THE ALLOWANCE OF  
INTERIM COMPENSATION FOR THE SEVENTH INTERIM PERIOD  
(OCTOBER 1, 2010 THROUGH JANUARY 31, 2011)  
FOR PROFESSIONAL SERVICES PERFORMED AND  
REIMBURSEMENT OF ACTUAL AND NECESSARY  
EXPENSES INCURRED AND OTHER RELIEF**

Upon consideration of the application (the “**Seventh Interim Application**”) for allowance of interim compensation for professional services performed and reimbursement of actual and necessary expenses incurred during the period from October 1, 2010 through January 31, 2011 (the “**Application Period**”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure, filed by the professional listed on **Schedule A** annexed hereto (the “**Retained Professional**”), and upon consideration of the recommended deductions (the “**Recommended Deductions**”) from fees and expenses made by the Fee Committee in these Chapter 11 cases (“**Fee Committee**”), rendered after the Fee Committee received and reviewed written comments and/or conferred with Retained Professional that responded to the issues raised by the Fee Committee’s initial recommended deductions distributed to the Retained Professional during the period from on or about August 1 to September 15, 2011; and after due notice pursuant to the second amended order entered on June 17, 2010 governing case management and

administrative procedures [Docket No. 9635]; and there being no objections to the allowance of the amounts set forth on **Schedule A**, incorporating the Fee Committee's Recommended Deductions as stipulated; and, after due consideration and upon all of the proceedings had before the Court, and sufficient cause appearing therefor, it is hereby

**ORDERED:**

1. The Seventh Interim Application of the Retained Professional is granted to the extent provided in **Schedule A**.
2. Interim compensation to the Retained Professional for professional services performed during the Application Period is allowed and awarded in the amount set forth on **Schedule A** in the column entitled "Fees Allowed" pursuant to section 331 of the Bankruptcy Code.
3. Reimbursement to the Retained Professional for expenses incurred during the Application Period is allowed and awarded in the amount set forth on **Schedule A** in the column entitled "Expenses to be Paid for Current Fee Period."
4. Pursuant to this order, the Debtors are authorized and directed to pay the "Fees Allowed" and the "Expenses to be Paid for Current Fee Period," which amounts are totaled in **Schedule B** in the columns entitled "Total Fees Paid" and "Total Expenses Paid," to the Retained Professional, but only to the extent not previously paid pursuant to the order dated April 14, 2011 governing interim compensation in these cases [Docket No. 15997].

5. Neither the Retained Professional nor the Fee Committee in stipulating to the entry of this Order waives any right to maintain its respective position in connection with any prior applications for interim compensation or any final application.

Dated: New York, New York  
August 30, 2012

*s/ James M. Peck*  
HONORABLE JAMES M. PECK  
UNITED STATES BANKRUPTCY JUDGE

**SCHEDULE A**

**CURRENT INTERIM FEE PERIOD**  
**October 1, 2010 through January 31, 2011**  
**(Seventh Fee Period)**

Case No.: 08-13555 (JMP) (Chapter 11)

Case Name: In re Lehman Brothers Holdings, Inc., *et al.*

<b>Applicant</b>	<b>Date/ Document Number of Application</b>	<b>Interim Fees Requested on Application</b>	<b>Fees Allowed</b>	<b>Fees to be Paid for Current Fee Period</b>	<b>Fees to be Paid for Prior Fee Period(s) (if any) (Including Fees Held Back)</b>	<b>Total Fees to be Paid</b>	<b>Interim Expenses Requested</b>	<b>Expenses to be Paid for Current Fee Period<sup>1</sup></b>
		<b>(\$)</b>	<b>(\$)</b>	<b>(\$)</b>	<b>(\$)</b>	<b>(\$)</b>	<b>(\$)</b>	<b>(\$)</b>
Quinn Emanuel Urquhart & Sullivan LLP	06/02/2011 [17344]	4,835,788.00	4,764,709.33	896,078.93	0.00	896,078.93	155,800.04	155,178.74

**Schedule A**

**Dated: August 30, 2012**

**INITIALS: JMP, USBJ**

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<sup>1</sup> Pursuant to the Court's *Third Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 4165], professionals receive 100% of the payments requested as reimbursement for expenses incurred in the Application Period. Reductions to the expenses requested will result in the professional receiving more than it should have for expenses for the Application Period. These amounts will be deducted from the holdback of fees for this Application Period.

**SCHEDULE B**

**CUMULATIVE FEE APPLICATIONS**

**(September 15, 2008 Through and Including January 31, 2011)**

Case No.: 08-13555 (JMP) (Chapter 11)

Case Name: In re Lehman Brothers Holdings, Inc., *et al.*

<b>Applicant</b>	<b>Total Fees Requested  (\$)</b>	<b>Total Fees Paid (including amounts to be paid pursuant to this Order)  (\$)</b>	<b>Total Expenses Requested  (\$)</b>	<b>Total Expenses Paid (including amounts to be paid pursuant to this Order)  (\$)</b>
Quinn Emanuel Urquhart & Sullivan LLP	19,532,289.90	19,015,955.91	1,101,498.53	988,760.06

**Schedule B**

**Dated: August 30, 2012**

**INITIALS: JMP, USBJ**